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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
	:	
In re	:	Chapter 11
	:	
SEARS HOLDINGS CORPORATION, et al.,	:	Case No. 18-23538 (RDD)
	:	
Debtors.¹	:	(Jointly Administered)
	:	
-----X	:	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**NOTICE OF WITHDRAWAL OF CONTRACTS
FROM THE NOTICE OF REJECTION OF EXECUTORY CONTRACTS**

PLEASE TAKE NOTICE that, on May 16, 2019, Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) filed the *Notice of Rejection of Executory Contracts* (ECF No. 3915) (the “**Rejection Notice**”)², notifying applicable counterparties that the Debtors intend to reject the Contracts listed on Schedule 1 to the proposed Rejection Order attached as Exhibit A to the Rejection Notice (“**Schedule of Rejected Contracts**”).

PLEASE TAKE FURTHER NOTICE that the Contracts listed on **Exhibit A** hereto (the “**Removed Contracts**”) are hereby removed from the Schedule of Rejected Contracts.

PLEASE TAKE FURTHER NOTICE that, other than the removal of the Removed Contracts from the Schedule of Rejected Contracts, the Rejection Notice remains unaffected.

PLEASE TAKE FURTHER NOTICE that the filing of this notice effectuates the withdrawal of the Rejection Notice as to the Removed Contracts without prejudice, and the Debtors are not seeking to reject the Removed Contracts at this time. The Debtors reserve all rights with respect to the Removed Contracts.

PLEASE TAKE FURTHER NOTICE that this notice will be provided in accordance with the procedures set forth in the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405), including service on the counterparty listed on **Exhibit A**. The Debtors submit that no other or further notice need be provided.

² Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Rejection Notice.

Dated: June 12, 2019
New York, New York

/s/ Jacqueline Marcus

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Exhibit A

Ref #	Debtor	Counterparty	Contract Title	Contract No.	Contract Executed Date	Contract Expiration Date
383	KMART CORPORATION	ICON DE HOLDINGS LL	ASSIGNMENT LETTER NOTICE	N/A	11/29/2012	N/A
384	KMART CORPORATION	ICON DE HOLDINGS LL	FIRST AMENDMENT TO LICENSE AGREEMENT	N/A	N/A	N/A
385	SEARS, ROEBUCK AND CO.	ICON DE HOLDINGS LL	FIRST AMENDMENT TO LICENSE AGREEMENT	N/A	8/1/2015	N/A
386	SEARS, ROEBUCK AND CO.	ICON DE HOLDINGS LL	RE: ASSIGNMENT OF LICENSE AGREEMENT BETWEEN KMART CORPORATION AND IP HOLDINGS LLC	N/A	12/18/2012	N/A
387	SEARS, ROEBUCK AND CO.	ICON DE HOLDINGS LL	SECOND AMENDMENT TO LICENSE AGREEMENT	N/A	N/A	N/A
388	KMART CORPORATION	ICON NY HOLDINGS LLC	ASSIGNMENT OF LICENSE AGREEMENT	N/A	N/A	N/A

Ref #	Debtor	Counterparty	Contract Title	Contract No.	Contract Executed Date	Contract Expiration Date
389	KMART CORPORATION	ICON NY HOLDINGS LLC	LICENSE AGREEMENT	N/A	2/20/2008	N/A
402	SEARS, ROEBUCK AND CO.	KCD IP, LLC	DIEHARD LICENSE AGREEMENT	N/A	5/18/2006	RECURRING
403	KMART HOLDING CORPORATION	KCD IP, LLC	DIEHARD LICENSE AGREEMENT	N/A	5/18/2006	RECURRING
404	SEARS, ROEBUCK AND CO.	KCD IP, LLC	FIRST AMENDMENT TO DIEHARD LICENSE AGREEMENT	N/A	11/29/2009	RECURRING
405	KMART HOLDING CORPORATION	KCD IP, LLC	FIRST AMENDMENT TO DIEHARD LICENSE AGREEMENT	N/A	11/29/2009	RECURRING
406	SEARS, ROEBUCK AND CO.	KCD IP, LLC	FIRST AMENDMENT TO KENMORE LICENSE AGREEMENT	N/A	11/29/2009	RECURRING
407	KMART HOLDING CORPORATION	KCD IP, LLC	FIRST AMENDMENT TO KENMORE LICENSE AGREEMENT	N/A	3/7/2012	RECURRING

Ref #	Debtor	Counterparty	Contract Title	Contract No.	Contract Executed Date	Contract Expiration Date
408	SEARS, ROEBUCK AND CO.	KCD IP, LLC	KENMORE LICENSE AGREEMENT	N/A	5/18/2006	RECURRING
409	KMART HOLDING CORPORATION	KCD IP, LLC	KENMORE LICENSE AGREEMENT	N/A	11/29/2009	RECURRING
410	SEARS HOLDINGS MANAGEMENT CORPORATION	KCD IP, LLC	KENMORE, CRAFTSMAN AND DIEHARD LICENSE AGREEMENT	N/A	2/9/2010	RECURRING
411	SEARS, ROEBUCK AND CO.	KCD IP, LLC	SECOND AMENDMENT TO DIEHARD LICENSE AGREEMENT	N/A	3/7/2012	RECURRING
412	KMART HOLDING CORPORATION	KCD IP, LLC	SECOND AMENDMENT TO DIEHARD LICENSE AGREEMENT	N/A	3/7/2012	RECURRING
413	SEARS, ROEBUCK AND CO.	KCD IP, LLC	SECOND AMENDMENT TO KENMORE LICENSE AGREEMENT	N/A	3/7/2012	RECURRING
414	KMART HOLDING CORPORATION	KCD IP, LLC	SECOND AMENDMENT TO KENMORE LICENSE AGREEMENT	N/A	5/18/2006	RECURRING

Ref #	Debtor	Counterparty	Contract Title	Contract No.	Contract Executed Date	Contract Expiration Date
415	SEARS, ROEBUCK AND CO.	KCD IP, LLC	THIRD AMENDMENT TO DIEHARD LICENSE AGREEMENT	N/A	4/24/2017	RECURRING
416	SEARS, ROEBUCK AND CO.	KCD IP, LLC	THIRD AMENDMENT TO KENMORE LICENSE AGREEMENT	N/A	4/24/2017	RECURRING
563	SEARS HOLDINGS MANAGEMENT CORPORATION	ORACLE AMERICA INC-402651	SYW - ORACLE - OD FOR DELIVERABILITY - 2018	CW2335726	N/A	05/31/2020
564	SEARS HOLDINGS CORPORATION	ORACLE AMERICA	ORACLE BI/FUSION 2018 ANNUAL MAINTENANCE	N/A	N/A	N/A
565	SEARS HOLDINGS CORPORATION	ORACLE AMERICA	ORACLE G-LOG GC3 BUNDLE 2018 ANNUAL RENEWAL	N/A	N/A	N/A